

Form 210A (10/06)

United States Bankruptcy Court
Southern District Of New York

In re Lehman Brothers Holdings Inc., et al.,

Case Nos. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Name of Transferee

EOP Funding Master, Ltd.

Name of Transferor

Ellington Overseas Partners, Ltd.

Name and Address where notices to transferee should be sent:

EOP FUNDING MASTER, LTD.
c/o Ellington Management Group, LLC
53 Forest Avenue
Old Greenwich, CT 06870

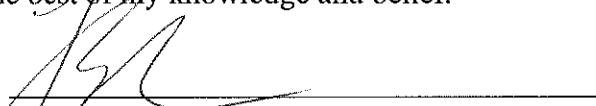
Court Claim # (if known): 29586
Debtor: Lehman Brothers Holdings Inc.
Date Claim Filed: 9/22/09
Claim Amount: \$9,346,793.67

Last Four Digits of Acct #: N/A

Last Four Digits of Acct. #: N/A

Name and Address where transferee payments should be sent (if different from above):

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 

Transferee/Transferee's Agent

Name: *Laurence Penn*
Title: *Authorized Signature*

Date: 12/30/11

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: Ellington Overseas Partners, Ltd.

ELLINGTON OVERSEAS PARTNERS, LTD., a Cayman Islands exempted company, having offices located at 53 Forest Avenue, Old Greenwich, CT 06870, c/o Ellington Management Group, LLC, ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment Agreement dated as of December 21, 2011, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to EOP FUNDING MASTER, LTD., a Cayman Islands exempted company, having offices located at 53 Forest Avenue, Old Greenwich, CT 06870, c/o Ellington Management Group, LLC, ("Buyer"), all right, title and interest in and to the claims of Seller against LEHMAN BROTHERS HOLDINGS INC. (and its affiliates) (i) in the amount of \$9,346,793.67, docketed as Claim No. 29586 (the "EEM Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (jointly administered), and (ii) in the amount of \$8,036,005.08, docketed as Claim No. 29585 (the "EOP Claim" and together with the EEM Claim, the "Claims") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (jointly administered).

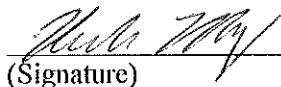
Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claims as an unconditional assignment and sale and Buyer herein as the valid owner of the Claims. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claims to Buyer.

IN WITNESS WHEREOF, dated as of the 21st day of December, 2011.

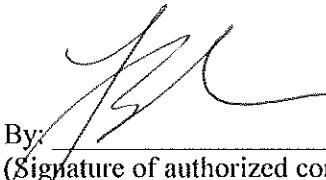
ELLINGTON OVERSEAS PARTNERS, LTD.

By Ellington Management Group, LLC, its investment advisor

WITNESS:


(Signature)

Name: *Nicole Mersky*
Title: *Associate General Counsel*
(Print name and title of witness)


By: _____
(Signature of authorized corporate officer)

Name:
Title:
Tel.:

EOP FUNDING MASTER, LTD.

By Ellington Management Group, LLC, its investment advisor

WITNESS:


(Signature)

Name: *Nicole Mersky*
Title: *Associate General Counsel*
(Print name and title of witness)


By: _____
(Signature of authorized corporate officer)

Name:
Title:
Tel.: